



THOMAS D. MARION  
TREASURER

TTX COMPANY  
101 NORTH WACKER DRIVE  
CHICAGO, ILLINOIS 60606  
(312) 853-3223  
FAX (312) 984-3855

DIRECT LINE (312) 984-3821

Mr. Sidney L. Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
12th & Constitution Avenue, N.W.  
Room 2303  
Washington, D.C. 20423

February 18, 1994  
RECORDATION NO. 18660 - A FILED 1425

FEB 22 1994 - 10 30 AM

INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

Submitted herewith for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder are four (4) fully executed documents as follows:

Manufacturing Agreement Supplement No. 1 dated as of February 3, 1994, a secondary document, supplementing the Manufacturing Agreement dated as of January 7, 1994.

Parties to this transaction are as follows:

TTX Company (Company)  
101 North Wacker Drive  
Chicago, Illinois 60606

Gunderson, Inc. (Manufacturer)  
4350 Northwest Front Avenue  
Portland, OR 97210

The general description of the equipment is as follows:

<u>Type</u>	<u>AAR Mechanical Designation</u>	<u>No. of Units</u>	<u>Marked</u>	<u>Numbered</u>
Single-unit double-stack container well cars	FC	300	DTTX	456200-456499

RECORDATION NO. 18668-A  
FILED 1425  
FEB 22 1994 - 10 30 AM

INTERSTATE COMMERCE COMMISSION

MANUFACTURING AGREEMENT SUPPLEMENT #1, dated as of February 3, 1994, between GUNDERSON INC. (the "Manufacturer") and TTX COMPANY (the "Company").

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of January 7, 1994 which provides for the execution and delivery from time to time of supplements thereto each substantially in the form hereof for the purpose of subjecting to said Manufacturing Agreement additional units of new, standard gauge railroad equipment.

The units of railroad equipment described in Item 1 of Annex A hereto are hereby subjected to said Manufacturing Agreement. The information set forth in Annex A hereto in respect of such units of railroad equipment, and set forth in Items 2, 3, and 4 of said Annex A, is hereby incorporated into Annex A to the Manufacturing Agreement as though originally set forth therein; provided, however, that such information shall apply and refer only to the units of railroad equipment described in Annex A hereto.

IN WITNESS WHEREOF, The parties hereto, each pursuant to due corporate authority, have caused these presents to be signed in their respective corporate names by duly authorized officers and their respective corporate seals to be hereunto affixed and duly attested, all as of the day, month and year first above written.

GUNDERSON INC.

By: D. L. Ball

Vice President

(Corporate Seal)

ATTESTATION:

Howard D. W. Smith

Assistant Secretary

TTX COMPANY

By: T. L. Marston

Treasurer

(Corporate Seal)

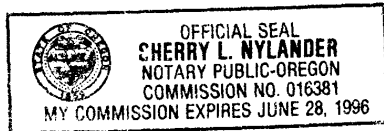
ATTESTATION:

A. J. Burton

Assistant Secretary

STATE OF OREGON       )  
                              ) SS.:  
COUNTY OF MULTNOMAH )

On this 14<sup>th</sup> day of Feb. 1994, before me personally  
appeared S. L. Ballw, to me personally known, who,  
being by me duly sworn, says that he is a 1st. Vice President  
of GUNDERSON INC. that one of the seals affixed to the foregoing  
instrument is the corporate seal of said corporation, that said  
instrument was signed and sealed on behalf of said corporation,  
by authority of its Board of Directors, and they acknowledged  
that the execution of the foregoing instrument was the free act  
and deed of said corporation.

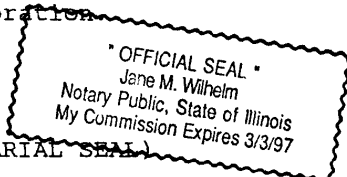


Cherry L. Nylander  
Notary Public

(NOTARIAL SEAL)

STATE OF ILLINOIS    )  
                              ) SS.:  
COUNTY OF COOK       )

On this 7 day of February 1994, before me personally  
appeared Thomas D. Marion, to me personally known, who, being by  
me duly sworn, says that he is the Treasurer of TTX COMPANY, that  
one of the seals affixed to the foregoing instrument is the  
corporate seal of said corporation, that said instrument was  
signed and sealed on behalf of said corporation, by authority of  
its Board of Directors, and they acknowledged that the execution  
of the foregoing instrument was the free act and deed of said  
corporation.



Jane M. Wilhelm  
Notary Public

(NOTARIAL SEAL)

ANNEX A  
TO MANUFACTURING AGREEMENT SUPPLEMENT #1

GUNDERSON INC.  
(Manufacturer)

TTX COMPANY  
(Company)

Item 1:

<u>Type*</u>	<u>Qty.</u>	<u>Company Car Numbers (Inclusive)</u>	<u>Unit Purchase Price</u>	<u>Total Purchase Price</u>	<u>Month(s) of Delivery</u>	<u>Spec. (Contract Number)</u>
DTTX	300	456200-456499			June-July '94	T-3B93-F

Item 2: November 30, 1994

Item 3: To be determined.

Item 4: 4350 Northwest Front Avenue  
Portland, OR 97210

\* Single-unit all-purpose well cars. TTX Company General Specification No. 68-43-011586, dated January 15, 1986, revised June 4, 1993. Gunderson Specification R93-22 dated December 15, 1993.

mfgagree.90

Mr. Sidney L. Strickland, Jr.

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Enclosed is our check in the amount of \$18.00 to cover filing fees.

Prior recordations pertaining to this Supplement No. 1 being recorded are as follows:

Manufacturing Agreement dated January 7, 1994, recorded on January 24, 1994, recordation number 18660.

A short summary of this Supplement No. 1 to appear in the Index is as follows:

"Manufacturing Agreement Supplement No. 1  
dated February 3, 1994, covering 300 single-unit,  
all-purpose well cars numbered 456200-456499".

Once the filing has been made, please retain one copy and return the remaining stamped counterparts and transmittal letter copy to me via certified mail.

Very truly yours,



TDM/mak  
Enclosures  
18660

P.S. Ms. Mildred Lee - As per your previous conversation, please call Jane Wilhelm at 312-984-3841 as soon as this agreement is recorded advising her of the recordation number, date and time. Thank you very much.